

RESOLUTION OF THE BOARD OF DIRECTORS OF TISHMAN CONSTRUCTION CORPORATION

The undersigned, being the Directors of the Corporation, do hereby adopt, confirm and consent to the resolutions set forth below, such resolutions to be effective as if they had been adopted at a meeting of the Board of Directors duly called and held:

WHEREAS, the Corporation agreed by prior a Resolution of the Board of Directors (the "Resolution") to enter into that certain Deferred Prosecution Agreement (the "DPA") between the Corporation and the United States Attorney's Office for the Eastern District of New York (the "USAO") executed as of November 27, 2015; and

WHEREAS, the Board of Directors of the Corporation reviewed the DPA and approved the terms and conditions of such DPA prior to its execution;

WHEREAS, a Director of the Corporation did execute the DPA pursuant to the authority provided in the Resolution, which was delivered to the USAO pursuant to the Resolution;

WHEREAS, the Resolution authorized the Corporation to perform its obligations arising from the DPA;

WHEREAS, the DPA contemplates that the Corporation waives its right to indictment by a grand jury and knowingly and voluntarily consents to proceeding by information as to the matter referred to in the DPA (the "Matter");

WHEREAS, does knowingly and voluntarily consent to such waiver of its right to indictment by a grand jury;

NOW THEREFORE BE IT:

RESOLVED, that counsel for the Corporation, Boyd M. Johnson III of Wilmer Cutler Pickering Hale and Dorr LLP ("Counsel"), shall be and is hereby authorized to appear before the United States District Court for the Eastern District of New York and to waive on the Corporation's behalf the Corporation's right to indictment by a grand jury as to the Matter;

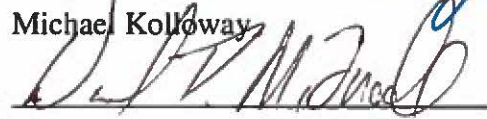
RESOLVED FURTHER, that Counsel shall be and hereby is authorized to represent and affirm before the United States District Court for the Eastern District of New York that the Corporation's waiver of its right to indictment by a grand jury and consent to proceed by information in the Matter is knowing and voluntary;

RESOLVED FURTHER, that all actions taken and expenses incurred by any director of the Corporation heretofore in furtherance of any actions authorized by the foregoing resolutions hereby are expressly ratified, confirmed, adopted and approved in all respects, and the Board of Directors acknowledge that the resolutions contained herein may supersede prior resolutions adopted by the Board of Directors to the extent such resolutions are inconsistent with the actions taken herein.

IN WITNESS WHEREOF, the undersigned directors have executed this consent, to be effective as of January 2, 2015.



Michael Kolloway



Daniel P. McQuade